

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION**

In re:

AEARO TECHNOLOGIES LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 22-02890-JJG-11

(Jointly Administered)

**DECLARATION OF DISINTERESTEDNESS OF
PROPOSED ORDINARY COURSE PROFESSIONAL**

I, Naoki S. Kaneko, declare under penalty of perjury:

1. I am a partner at Shook, Hardy & Bacon L.L.P., located at 5 Park Plaza, Suite 1600, Irvine, California 92614 (the “Firm”).

2. Aearo Technologies LLC and its affiliates, as debtors in possession (collectively, the “Debtors”), have requested that the Firm represent the Debtors regarding potential claims and threatened litigation, and the Firm has consented to provide such legal services.

3. The Firm may have performed services in the past, may currently perform services, and may perform services in the future in matters unrelated to the above-captioned chapter 11 cases for persons that are parties in interest in the Debtors’ chapter 11 cases. Neither I, the Firm, nor any employee thereof, insofar as I have been able to ascertain, performs services for any such person in connection with these chapter 11 cases, or has any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates.

4. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be employed by the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are set forth in the *Order (1) Directing Joint Administration of Chapter 11 Cases and (11) Granting Related Relief*, entered by the Court for each consolidated Debtor [Docket Nos. 37-42]. The location of the Debtors’ service address for the purposes of these Chapter 11 cases is: 7911 Zionsville Road, Indianapolis, Indiana 46268.

Debtors, claimants, and parties in interest in these chapter 11 cases.

5. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principal and regular employees of the Firm.

6. Neither I nor any principal, partner, director, officer of, or professional employed by, the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) upon which this Firm is to be employed.

7. The Debtors owe the Firm \$91,874.60 for prepetition services, the payment of which is subject to limitations contained in title 11 of the United States Code.

8. As of the Petition Date, which was the date on which the Debtors commenced these chapter 11 cases, the Firm was not a party to an agreement for indemnification with certain of the Debtors.

9. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

[Remainder of page intentionally left blank]

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: October 13, 2022

Respectfully submitted,

/s/ Naoki Kaneko

Naoki Kaneko